

TWENTY SEVENTH SUPPLEMENTAL AGREEMENT

between

NETWORK RAIL INFRASTRUCTURE LIMITED

and

NORTHERN TRAINS LIMITED

**relating to amendments to the Track Access Contract
(Passenger Services)**

dated 3 March 2016

THIS TWENTY SEVENTH SUPPLEMENTAL AGREEMENT is dated 16th September 2021 and made between:

(1) NETWORK RAIL INFRASTRUCTURE LIMITED, a company registered in England under company number 02904587, having its registered office at 1 Eversholt Street, London NW1 2DN ("Network Rail"); and

(2) NORTHERN TRAINS LIMITED, a company registered in England and Wales under company number **03076444**, having its registered office at Albany House, Floor 8, 94-98 Petty France, London, England, SW1H 9EA (the "Train Operator").

Background:

- (A) Network Rail and Arriva Rail North Limited entered into a Track Access Contract (Passenger Services) dated 3 March 2016 as amended by various supplemental agreements (which track access contract as subsequently amended is hereafter referred to as the "Contract").
- (B) On 1st March 2020, the rights and obligations of Arriva Rail North Limited under the contract were transferred to the Train Operator pursuant to a transfer scheme made by the Secretary of State for Transport on 1st March under schedule 2 of the Railways Act 2005.
- (C) The parties propose to amend the Contract in the manner and on the terms described below.

IT IS HEREBY AGREED as follows:

1. INTERPRETATION

In this Supplemental Agreement:

1.1 Words and expressions defined in and rules of interpretation set out in the Contract shall have the same meaning and effect when used in this Supplemental Agreement except where the context requires otherwise.

1.2 "Effective Date" shall mean:

the date upon which the Office of Rail and Road issues its approval pursuant to section 22 of the Act of the terms of this Supplemental Agreement

2. EFFECTIVE DATE AND TERM

2.1 The amendments to the Contract made pursuant to paragraph 3 of this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect on the Expiry Date or on the earlier termination of the Contract.

3. AMENDMENTS TO THE CONTRACT

The Contract shall be amended as follows:

3.1 In Schedule 7, Appendix 7D, Part 2 shall be deleted and replaced with the version as shown in Appendix 1 to this Supplemental Agreement

4. EFFECT OF THIS SUPPLEMENTAL AGREEMENT ON THE CONTRACT

The parties agree that the Contract, as amended by this Supplemental Agreement, shall remain in full force and effect in accordance with its terms, and with effect from and including the Effective Date and during the period in which the amendments made by this Supplemental Agreement are to have effect, all references in the Contract to the "Contract", "herein", "hereof", "hereunder" and other similar expressions shall, unless the context requires otherwise, be read and construed as a reference to the Contract as amended by this Supplemental Agreement.

5. LAW

This Supplemental Agreement shall be governed by, construed and given effect to in all respects in accordance with English law.

6. THIRD PARTY RIGHTS

No person who is not a party to this Supplemental Agreement shall have any right under the Contracts (Rights of Third Parties) Act 1999 to enforce any term of this Supplemental Agreement.

7. COUNTERPARTS

This Supplemental Agreement may be executed in any number of counterparts, each of which when executed and delivered shall constitute an original, but all the counterparts shall together constitute one and the same instrument.

IN WITNESS WHEREOF Network Rail and the Train Operator have, by their duly authorised representatives, respectively entered into this Supplemental Agreement on the date first above written.



SIGNED BY

Print name Phil James

Duly authorised for and on behalf of

**NETWORK RAIL INFRASTRUCTURE
LIMITED**



SIGNED BY... ..

Print name:Rob Warnes.....

Duly authorised for and on behalf of

NORTHERN TRAINS LIMITED

Appendix 1

Schedule 7, Appendix 7D

"Metered Trains M" for the purposes of paragraph 4.1.1 of Part 2

Train Type	Train ID	Traction Type
Class 331	All	AC